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Tarrant County Texas

Official Public Records

1/18/2011 2:43 PM

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~~CONFIDENTIALITY~~ ^{PCS 3 \$24.00}
NOTICE OF CONFIDENTIALITY RIGHTS: IF YOU ARE A NATURAL PERSON, YOU MAY REMOVE OR STRIKE ANY OF THE FOLLOWING INFORMATION FROM THIS INSTRUMENT BEFORE IT IS FILED FOR RECORD IN THE PUBLIC RECORDS: YOUR SOCIAL SECURITY NUMBER OR YOUR DRIVER'S LICENSE NUMBER.

L0577333**AMENDMENT TO OIL AND GAS LEASE**

STATE OF TEXAS

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COUNTY OF TARRANT

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Electronically Recorded
Chesapeake Operating, Inc.

THAT, WHEREAS, on July 6, 2007 ("Effective Date"), Rita C. Simmons, dealing in her sole and separate property, as Lessor(s), executed and delivered unto Four Sevens Energy Co., L.L.C., as Lessee, an Oil and Gas Lease covering 1.66 acres of land, more or less, recorded in County Clerk's File No. D207243109, Official Public Records, Tarrant County, Texas, and being described as follows:

Tract 1: .1894 acres of land, more or less, out of the C. Hayes Survey, A-256, Tarrant County, Texas. Further described as Lots 21 and 22 of Block 322 of Chamberlain Arlington Heights 2nd Filing, 7000, an addition to the City of Fort Worth, Tarrant County, Texas, according to the plat recorded in Volume 63, Page 40, of Deed Records, Tarrant County, Texas. Also being the same .1894 acres of land, more or less, described in that certain Warranty Deed with Vendor's Lien from Kimhuor Chhay, and wife, Sivantha Chhay to Rita C. Simmons, recorded in Volume 13144, Page 58, Deed Records, Tarrant County, Texas, and commonly known as 5944 Kilpatrick Avenue, Fort Worth, Texas 76114.

Tract 2: .1894 acres of land, more or less, out of the C. Hayes Survey, A-256, Tarrant County, Texas. Further described as Lots 23 and 24 of Block 322 of Chamberlain Arlington Heights 2nd Filing, 7000, an addition to the City of Fort Worth, Tarrant County, Texas, according to the plat recorded in Volume 63, Page 40, of Deed Records, Tarrant County, Texas. Also being the the same .1894 acres of land, more or less, described in that certain Warranty Deed with Vendor's Lien from Kimhuor Chhay, and wife Sivantha Chhay to Rita C. Simmons, recorded in Volume 13144, Page 61, Deed Records, Tarrant County, Texas, and commonly known as 5942 Kilpatrick Avenue, Fort Worth, Texas 76114.

Tract 3: .1894 acres of land, more or less, out of the C. Hayes Survey, A-256, Tarrant County, Texas. Further described as Lots 25 and 26 of Block 322 of Chamberlain Arlington Heights 2nd Filing, 7000, an addition to the City of Fort Worth, Tarrant County, Texas, according to the plat recorded in Volume 63, Page 40, of Deed Records, Tarrant County, Texas. Also being the the same .1894 acres of land, more or less, described in that certain Warranty Deed with Vendor's Lien from Kimhuor Chhay, and wife Sivantha Chhay to Rita C. Simmons, recorded in Volume 13144, Page 63, Deed Records, Tarrant County, Texas, and commonly known as 5938 Kilpatrick Avenue, Fort Worth, Texas 76114.

Tract 4: .3631 acres of land, more or less, out of the R. Bissett Survey, A-193, Tarrant County, Texas. Further described as Lot 30 of Block 5 of Westover Acres, 46210, an addition to the City of Fort Worth, Tarrant County, Texas, according to the plat recorded in Volume 388-R, Page 7, of Deed Records, Tarrant County, Texas. Also being the same .3631 acres of land, more or less, described in that certain Warranty Deed with Vendor's Lien from Joshua Martin to Rita C. Simmons, recorded in Volume 16237, Page 151, Deed Records, Tarrant County, Texas, and commonly known as 5700 Fursman Avenue, Fort Worth, Texas 76114.

Tract 5: .523 acres of land, more or less, out of the N.H. Carroll Survey, A-264, Tarrant County, Texas. Further described as Lot 12 Block 11 of River Oaks Addition, 34510, an addition to the City of Fort Worth, Tarrant County, Texas, according to the plat recorded in Volume 388-B, Page 184, of Deed Records, Tarrant County, Texas. Also being the same .523 acres of land, more or less, described in that certain Warranty Deed from Charlotte L. Livengood to Rita C. Simmons, recorded in Volume 15109, Page 314, Deed Records, Tarrant County, Texas, and commonly known as Greenbrier Drive, River Oaks, Texas 76114.

Tract 6: .2066 acres of land, more or less, out of the G. Boicourt Survey, A-229, Tarrant County, Texas. Further described as Lot 5 of Block 18 of Castleberry Gardens Addition, 6770, an addition to the City of Fort Worth, Tarrant County, Texas, according to the plat recorded in Volume 388-B, Page 145, of Deed Records, Tarrant County, Texas. Also being the same .2066 acres of land, more or less, described in that certain Warranty Deed from William Reeder Simmons, Jr., etal to Rita C. Simmons, recorded in Volume 11760, Page 1271, Deed Records, Tarrant County, Texas, and commonly known as 2200 Roberts Cut Off Road, Fort Worth, Texas 76114.

WHEREAS, Chesapeake Exploration, L.L.C., an Oklahoma limited liability company, is the present owner and holder of said lease and all rights thereunder or incident thereto and has requested that the Lessor amend the provisions of the lease.

WHEREAS, TOTAL E&P USA, Inc., whose address is 1201 Louisiana Street, Suite 1800, Houston, Texas 77002, acquired an undivided 25% interest in Chesapeake's working interest in the aforementioned Lease and has requested that the Lessor amend the provisions of the lease

For adequate consideration, and the further consideration of the obligations and agreements contained in the Lease, Lessor and Lessee agree to amend the following provisions, as contained in the Lease, by completely deleting clause 12 in Exhibit "A" which reads as follows:

"Lessee shall pool all, and not part of, the leased premises in any pooled gas unit formed under paragraph 4 of the printed lease. In other words, said pooling provisions shall be ineffective unless all of the acreage covered by this lease is included in any such gas unit."

LESSOR warrants to be the owner of the Lands and the minerals in and under the Lands with full right and authority to amend the provisions of the Lease.

THIS Amendment shall extend to and be binding upon both Lessor and Lessee, and their respective heirs, executors, administrators, successors, and assigns. Except as stated in this Amendment, the Lease shall continue in full force and effect as to all of its other terms and provisions.

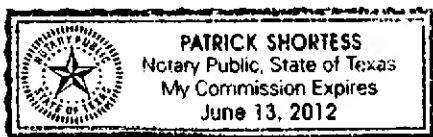
THIS Amendment is signed by the Lessor as of the date of acknowledgement of the Lessor's signatures, but is effective for all purposes as of the Effective Date shown above.

Lessor:

Signature: Rita C. Simmons
Printed Name: Rita C. Simmons by and through her agent and Attorney-in-Fact Robert C. Simmons

STATE OF TEXAS §
 § ACKNOWLEDGEMENT §
COUNTY OF TARRANT §

This instrument was acknowledged before me on this 20th day of September, 2010 by Rita C. Simmons by and through her Agent and Attorney-in-Fact Robert C. Simmons



[Signature]
Notary Public, State of Texas

STATE OF TEXAS §
 § ACKNOWLEDGEMENT §
COUNTY OF TARRANT §

This instrument was acknowledged before me on this _____ day of _____, 2010 by _____

Notary Public, State of Texas

Lessee:

Chesapeake Exploration, L.L.C.,
an Oklahoma limited liability company

TOTAL E&P USA, INC.
A Delaware Corporation

By: [Signature]
Printed Name: Henry J. Hood
Title: Sr. Vice President - Land and Legal and General Counsel

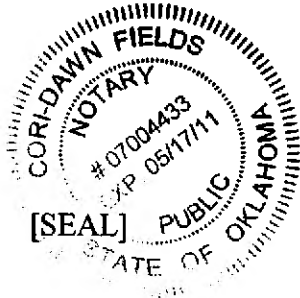
By: [Signature]
Printed Name: Eric Bonnin
Title: Vice President, Business Development & Strategy

~~THE STATE OF _____ §
 §
COUNTY OF _____ §~~

~~This instrument was acknowledged before me on the _____ day of _____, 20____, by Henry J. Hood, Executive Sr. Vice President—Land and Legal and General Counsel of Chesapeake Exploration, L.L.C., an Oklahoma limited liability company, as the act and deed of such limited liability company on behalf of said limited liability company.~~

THE STATE OF OKLAHOMA §
COUNTY OF OKLAHOMA §

This instrument was acknowledged before me on the 17th day of November, 20 , by Henry J. Hood, Executive Sr. Vice President—Land and Legal and General Counsel of Chesapeake Exploration, L.L.C., an Oklahoma limited liability company, as the act and deed of such limited liability company on behalf of said limited liability company.

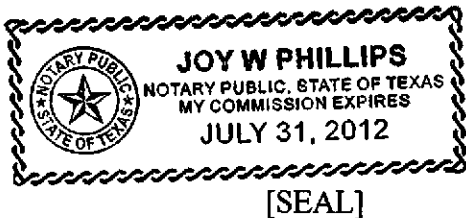


Cori Dawn Fields
Notary Public, State of OKLAHOMA

STATE OF TEXAS §
COUNTY OF HARRIS §

ACKNOWLEDGEMENT §

The foregoing instrument was acknowledged before me this 15th day of December, 20 10 , by Eric Bonner, Vice President, Business Development & Strategy of TOTAL E&P, USA, Inc., a Delaware corporation, as the act and deed and on behalf of such corporation.



Joy W Phillips
Notary Public, State of Texas

Record & Return To:
Chesapeake Operating, Inc.
P.O. Box 18496
Oklahoma City, OK 73154